

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: :  
: Chapter 11  
:   
W.R. GRACE & CO., et al., : Case No. 01-01139 (JKF)  
: Jointly Administered  
Debtors. :  
: Objection Deadline: August 14, 2002 at 4:00 p.m.  
: Hearing Date: TBD only if necessary

**ELEVENTH APPLICATION OF THE BLACKSTONE GROUP L.P.  
FOR COMPENSATION SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE DEBTORS  
FOR THE PERIOD FROM THROUGH APRIL 1, 2002 THROUGH APRIL 30, 2002**

Name of Applicant: THE BLACKSTONE GROUP L.P.

Authorized to Provide  
Professional Services to: Debtors

Date of Retention Order: June 22, 2001, effective April 2, 2001

Period for which compensation and  
reimbursement is sought: April 1, 2002 – April 30, 2002

Amount of Compensation  
sought as actual, reasonable and necessary: \$175,000.00

Amount of Expense Reimbursement  
sought as actual, reasonable and necessary: \$2,736.03

This is a   x   monthly    interim    final application

The total time expended for fee application preparation is approximately 4 hours and the corresponding compensation requested is \$0.00.

If this is not the first application filed, disclose the following for each prior application:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
July 31, 2001	April 2, 2001 - June 30, 2001	\$519,166.66	\$7,663.95	\$0.00	\$0.00
August 24, 2001	July 2001	\$175,000.00	\$3,504.53	\$0.00	\$0.00
October 15, 2001	August 2001	\$175,000.00	\$16,124.84	\$0.00	\$0.00
November 20, 2001	September 2001	\$175,000.00	\$11,846.09	\$0.00	\$0.00
November 29, 2001	October 2001	\$175,000.00	\$5,042.39	\$0.00	\$0.00
January 30, 2002	November 2001	\$175,000.00	\$7,477.10	\$0.00	\$0.00
January 30, 2002	December 2001	\$175,000.00	\$2,133.92	\$0.00	\$0.00
March 15, 2002	January 2002	\$175,000.00	\$5,140.26	\$0.00	\$0.00
April 5, 2002	February 2002	\$175,000.00	\$1,719.69	\$0.00	\$0.00
May 2, 2002	March 2002	\$175,000.00	\$631.92	\$0.00	\$0.00